

**APPOINTMENT OF POWER OF ATTORNEY  
BY ASSIGNEE OF ENTIRE INTEREST**

Power Medical Interventions, Inc., as assignee of the entire right, title, and interest in Patent Application Serial No. 10/785,672 filed on February 23, 2004 entitled **SURGICAL CUTTING AND STAPLING DEVICE**, does hereby appoint, Patrick J. Birde, Reg. No. 29,770, Michelle M. Carniaux, Reg. No. 36,098, Clifford A. Ulrich, Reg. No. 42,194 and Thomas C. Hughes, Reg. No. 42,674 as its attorneys/agents with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

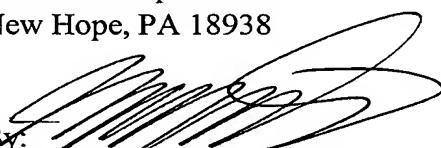
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Dated: 4/19/04, 2004

By:   
Name: Michael P. Whitman  
Title: President